



December 14, 2009

Malcolm,

This is an exciting time for all of those involved with the Ambiente home; we along with our investors look forward to this new chapter.....

We know we covered a lot of ground Sunday afternoon and after comparing notes, we would like to summarize our discussion. It was a long meeting, and much information was exchange, so if we missed anything, or your recollection was any different than ours, please do not hesitate to contact us for a revision.

This recap, in writing, is important for two reasons. First, we need to present these details to our investors. As the managers for SCS we are obligated to inform all investors of any material changes to our Business Plan as originally outlined in the Private Placement Memorandum (PPM). We need all our ducks in a row so that the stakeholders have a clear idea of what direction we plan to take the company. Second, there have been so many crazy turns during this process; this check list may help us stay on task.

There were several key areas discussed and we will use an outline format to recap:

1. Secure a reliable and fixed production

- Abersham will provide to SCS a minimum of 8 housing units (1,000 sq ft) per month.
 - The price will not exceed \$62 per square foot and will include all manufactured items required to build the Ambiente Home (shell).
 - Abersham and SCS will work together to coordinate an efficient production schedule.
 - Production will be available to SCS beginning February 1, 2010.

2. Marketing efforts

- Milwaukee, Maine and SCS agree to coordinate advertising and promotion of the Ambiente name.
 - Common brochures, DVD's, sales contracts, sales presentations, training, etc.
 - Joint use of sample houses located in different areas on the country.
 - House and Motel drawings supplied by SCS will be "stamped" by one of Abersham's qualifying engineering firms. These floor plans will be shared and exchanged with all existing plans.

3. Testing

- Abersham will supply the results and documentation for the following issues:
 - Proof of insurance
 - Hurricane certification
 - Mold test
 - Fire test
 - R-2000 (University of Manitoba report)
 - Off-gassing results
 - List of Engineers and/or Firms who will “sign-off” on the Ambiente Home
- Abersham will support SCS’s testing at the Center for Advanced Sustainability Initiatives at the US Army Construction Engineering Research Laboratory (CERL) at the University of Illinois.

4. Abersham agrees to arrange financing, lease, or other agreed vehicle for a SCS panel line at a future date.

- SCS can “trigger” this event when its order book reaches the equivalent of 50 homes, some other mutually agreed number, or SCS feels comfortable sales are sustainable.
- Abersham has received a \$350,000 deposit from SCS for equipment. For this consideration SCS will also receive:
 - An exclusive territory as outlined in earlier documents
 - Is free to market outside of its exclusive territory
 - Is licensed to sell/manufacture the Ambiente Home

Hopefully this outline details the general principles agreed to at our meeting Sunday, December 13, 2009 in Delafield, WI. We need to make sure we are on the same page and that we are able to forward this new Business Plan onto our investors. We are confident this new direction will be a positive event for the Ambiente team.

Thank you,

Rick & Lee